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Attorneys for Plaintiffs

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF CALIFORNIA

- SAN FRANCISCO DIVISION -

DAVID EISENBERG, Derivatively on Behalf of) Case Number: C-06-3290 MMC
Nominal Defendant LINEAR TECHNOLOGY)
CORPORATION,)

Plaintiffs,

v.

PAUL COGHLAN, CLIVE B. DAVIES, ROBERT)
C. DOBKIN, DAVID S. LEE, LOTHAR MAIER,)
LEO T. MCCARTHY, RICHARD M. MOLEY,)
ROBERT H. SWANSON, JR., and THOMAS S.)
VOLPE,)

Defendants,

and

STIPULATION AND ORDER
CONSOLIDATING ACTIONS AND
APPOINTING LEAD AND LIAISON
COUNSEL FOR PLAINTIFFS.

LINEAR TECHNOLOGY CORPORATION,
Nominal Defendant.

LABERTA LYLE, Derivatively on Behalf of
Nominal Defendant LINEAR TECHNOLOGY
CORPORATION,

Plaintiffs,

v.

PAUL COGHLAN, CLIVE B. DAVIES, ROBERT
C. DOBKIN, DAVID S. LEE, LOTHAR MAIER,
LEO T. MCCARTHY, RICHARD M. MOLEY,
ROBERT H. SWANSON, JR., and THOMAS S.
VOLPE,

Defendants,

and

LINEAR TECHNOLOGY CORPORATION,
Nominal Defendant.

Case Number: C-06-3291 TEH

WHEREAS, both of the above-captioned actions are shareholder derivative actions brought against members of the Board of Directors and certain executive officers of Linear Technology Corporation (“Linear” or the “Company”) purportedly on behalf of nominal defendant Linear; and

WHEREAS, both of the above-captioned actions involve common questions of law and fact concerning the defendants’ alleged breaches of fiduciary duties, statutory violations, and other violations of law; and

WHEREAS, both of the above-captioned actions name the same or substantially similar defendants, contain the same or substantially similar factual allegations, assert the same or substantially

similar causes of action, and seek the same or substantially similar relief; and

WHEREAS, the parties agree that the above-captioned actions should be consolidated; and

WHEREAS, defendants Paul Coghlan, Clive B. Davies, Robert C. Dobkin, David S. Lee, Lothar Maier, Leo T. McCarthy, Richard M. Moley, Robert H. Swanson, Jr., and Thomas S. Volpe, and nominal defendant Linear take no position regarding the appointment of Lead and Liaison Counsel for Plaintiffs;

NOW, THEREFORE, it is hereby stipulated by and between plaintiffs David Eisenberg and Laberta Lyle; defendants Paul Coghlan, Clive B. Davies, Robert C. Dobkin, David S. Lee, Lothar Maier, Leo T. McCarthy, Richard M. Moley, Robert H. Swanson, Jr., and Thomas S. Volpe, and nominal defendant Linear, as follows:

1. The above-captioned actions and any other shareholder derivative action on behalf of Linear filed in or transferred to this Court that involves questions of law or fact similar to those contained in the above-captioned actions are consolidated for all purposes under the following caption (the "Consolidated Action"):

IN RE LINEAR TECHNOLOGY)	Case No. C-06-3290 MMC
CORPORATION DERIVATIVE)	
LITIGATION)	
)	

2. Each and every putative action filed in, or transferred to, this Court that involves questions of law or fact similar to those contained in the Consolidated Action shall constitute a case related to the Consolidated Action ("Related Action" or the "Related Actions").

3. Each Related Action shall be governed by the terms of this Order and shall be consolidated for all purposes with the Consolidated Action.

1 4. A party to any Related Action may move for relief from the terms of this Order only if
2 such motion is filed with the Court and served upon Plaintiffs' Lead Counsel (as defined herein) and
3 counsel for the defendants within thirty (30) days of the mailing of this Order to counsel for such party.
4
5 A party to a Related Action shall be entitled to relief from the terms of this Order only if the party's
6 motion demonstrates that the Related Action does not involve questions of law or fact similar to those
7 contained in the Consolidated Action.

8
9 5. All papers previously filed and served to date in any of the cases consolidated herein are
10 deemed to be and are hereby adopted as part of the record in the Consolidated Action.

11 6. Prosecution of the Consolidated Action and each Related Action on behalf of plaintiffs shall
12 be managed and directed by Plaintiffs' Lead Counsel SCHIFFRIN & BARROWAY, LLP. All specific
13 assignments to perform tasks in the Consolidated Action shall be appointed by Plaintiffs' Lead Counsel
14 in such a manner as to lead to the orderly and efficient prosecution of the Consolidated Action and each
15 Related Action and to avoid duplicative or unproductive effort and unnecessary burdens on the parties.

16
17 7. BORNSTEIN & BORNSTEIN shall serve as Plaintiffs' Liaison Counsel and is authorized
18 to receive orders, notices, correspondence, and telephone calls from the Court on behalf of all plaintiffs
19 and shall be responsible for the preparation and transmission of copies of such orders, notices,
20 correspondence, and memoranda of such telephone calls to plaintiffs' counsel.

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22 8. Defendants are not required to respond to the complaint in any action consolidated into
23 this action, other than the consolidated complaint or a complaint designated as the operative complaint
24 by Lead Plaintiff's Counsel.

25
26 9. Within thirty (30) days after filing the order designating the Lead Plaintiff, unless
27 otherwise agreed upon by the parties or ordered by the Court, Lead Plaintiff's Counsel shall file a
28 consolidated complaint or file a designation of a complaint as the operative complaint. The
29

1 consolidated complaint or complaint designated as the operative complaint shall supersede all
 2 complaints filed in any of the actions consolidated therein.

3
 4 10. The time for all defendants to respond is extended until forty-five (45) days after the
 5 later of (a) the filing of the consolidated complaint; or (b) the filing designating a complaint as the
 6 operative complaint, following the appointment of a Lead Plaintiff and Lead Plaintiff's Counsel, unless
 7 otherwise agreed upon by the parties and approved by the Court. If defendants file any motions
 8 directed at the complaint, the opposition brief shall be filed within thirty (30) days of that response,
 9 and the reply brief shall be filed thirty (30) days thereafter, unless otherwise agreed upon by the parties
 10 and approved by the Court.

11
 12 11. Other than those documents served pursuant to the court's Electronic Case Filing (ECF)
 13 Program (i.e. "E-filing"), the parties shall serve all non-ECF papers on each other by hand, by
 14 overnight delivery, or facsimile, unless otherwise agreed upon by the parties. Notwithstanding the
 15 foregoing, defendants may serve plaintiffs' counsel, other than Lead Plaintiff's Counsel, by E-filing or
 16 first class mail, unless otherwise agreed upon by the parties.

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 18 **SO STIPULATED.**

19
 20 Dated: May 31, 2006

BORNSTEIN & BORNSTEIN

21
 22 /JHB/

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Dated: May 31, 2006

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Robert C. Dobkin, David S. Lee, Lothar Maier, Leo T.
McCarthy, Richard M. Moley, Robert H. Swanson, Jr., and
Thomas S. Volpe, and Nominal Defendant Linear
Technology Corporation*

1
2 **SO ORDERED.**

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5 Dated: June 13, 2006

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United States District Judge